

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	§	
	§	Chapter 11
	§	
TPC GROUP INC., et al.,	§	Case No. 22-10493 (CTG)
	§	
	§	(Jointly Administered)
	§	
Debtors.¹	§	Related Docket Nos. 832, 902, 945

**RESERVATION OF RIGHTS OF NALCO
COMPANY LLC WITH RESPECT TO THE LETTER MOTION
TO (A) COMPEL DISCOVERY ON DEBTORS MOTION FOR ENTRY OF
AN ORDER (I) ESTIMATING CERTAIN CLAIMS FILED AGAINST DEBTOR
TPC HOLDINGS INC. AT \$0.00 IN AMOUNT SOLELY FOR PURPOSES OF PLAN
VOTING AND CONFIRMATION AND (II) DISREGARDING ALL SUCH CLAIMS
FOR PURPOSES OF VOTE TABULATION AND PLAN CONFIRMATION AND
(B) TO ADJOURN DEBTORS MOTION TO ESTIMATE FILED BY PNO CLAIMANTS.**

Nalco Company LLC (“**Nalco**”), by and through its undersigned counsel, hereby submits this reservations of rights (the “**Reservation of Rights**”) with respect to the *Letter Motion to (A) Compel Discovery on Debtors Motion For Entry of an Order (I) Estimating Certain Claims Filed Against Debtor TPC Holdings Inc. at \$0.00 in Amount Solely for Purposes of Plan Voting and Confirmation and (II) Disregarding all Such Claims for Purposes of Vote Tabulation and Plan Confirmation and (B) to Adjourn Debtors Motion To Estimate Filed by PNO Claimants* [D.I. 945] (the “**Motion to Compel**”). In support of the Reservation of Rights, Nalco respectfully represent the following:

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: TPC Group Inc. (3618); TPC Holdings, Inc. (7380); TPC Group LLC (8313); Texas Butylene Chemical Corporation (7440); Texas Olefins Domestic International Sales Corporation (4241); TPC Phoenix Fuels LLC (9133); Port Neches Fuels, LLC (1641); and TP Capital Corp. (6248). Each Debtor’s corporate headquarters and mailing address is 500 Dallas St., Suite 2000, Houston, Texas 77042.

BACKGROUND

1. On June 1, 2022, each of the Debtors commenced with this Court voluntary cases under chapter 11 of the Bankruptcy Code (the “**Chapter 11 Cases**”). On September 22, 2022, the Debtors filed the *Debtors’ Motion For Entry of an Order (I) Estimating Certain Claims Filed Against Debtor TPC Holdings Inc. At \$0.00 In Amount Solely For Purposes Of Plan Voting And Confirmation And (II) Disregarding All Such Claims For Purposes Of Vote Tabulation And Plan Confirmation* [D.I. 832] (the “**Motion to Estimate**”). Nalco’s claim against debtor TPC Holdings, Inc.² is included among the claims that the Debtors seek to reduce to zero dollars for voting purposes.³

2. On October 6, 2022, the PNO Claimants filed the Motion to Compel.

RESERVATION OF RIGHTS

3. Similar to the PNO Claimants, Nalco is adversely affected by the Motion to Estimate and to support its potential opposition to same, Nalco is in need of discovery. Accordingly, Nalco hereby reserves its rights to participate in any discovery that the Court permits pursuant to the Motion to Compel. Specifically, Nalco reserves its rights to cross examine any witness on any relevant matter, and reserves its rights to (i) observe and participate in any depositions and (ii) request and review relevant documentary evidence that may be produced in relation to the Motion to Compel.

² Nalco’s claim against TPC Holdings, Inc. was filed as proof of claim number 905.

³ Nalco’s claim is listed as the 7278th claim that the Debtors are seeking to estimate. See D.I. 832-2 at 328. On September 30, 2022, the Debtors amended the exhibit attached to the Motion to Estimate. See *Notice Of (A) Filing Of Amended Exhibit To Proposed Order Granting Debtors’ Motion For Entry Of An Order (I) Estimating Certain Claims Filed Against Debtor TPC Holdings Inc. At \$0.00 In Amount Solely For Purposes Of Plan Voting And Confirmation And (II) Disregarding All Such Claims For Purposes Of Vote Tabulation And Plan Confirmation And (B) Rescheduled Hearing* [D.I. 902]. The amended exhibit has no material differences with respect to Nalco. See D.I. 902-1 at 324.

Dated: Wilmington, Delaware
October 10, 2022

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

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